

**Exhibit III**

**Fee Application for the period**

**November 1, 2013 – November 30, 2013**

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

<b>In re</b>	)	<b>Chapter 11</b>
	)	
<b>W. R. GRACE &amp; CO., et al.<sup>1</sup>;</b>	)	<b>Case No. 01-01139 (KJC)</b>
	)	<b>Jointly Administered</b>
<b>Debtors.</b>	)	
	)	
	)	<b>Objection Deadline: February 6, 2014 at 4:00 p.m.</b>
	)	<b>Hearing date: To be scheduled only if objections are</b>
	)	<b>timely filed and served.</b>

**NOTICE OF FILING OF MONTHLY FEE APPLICATION**

To: (1) The Debtors; (2) Counsel to the Debtors; (3) The Office of the United States Trustee; (4) Counsel to the Official Committee of Asbestos Personal Injury Claimants; (5) Counsel to the Official Committee of Asbestos Property Damage Claimants; (6) Counsel to the Official Committee of Equity Holders; (7) Counsel to the Debtors-in-Possession Lenders; and (8) the Fee Auditor:

Capstone Advisory Group, LLC (“Capstone”), financial advisors to the Official Committee of Unsecured Creditors of the above captioned debtor and debtors in possession in

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<sup>1</sup> The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

the above-captioned chapter 11 cases, filed and served its One Hundred and Eighteenth Interim Application for Allowance of Compensation and for Services Rendered and Reimbursement of Expenses Incurred for the period from November 1, 2013 through November 30, 2013 (the "Monthly Fee Application"). Capstone is seeking compensation in the amount of \$31,744.00, representing 80% of \$39,680.00, which is the total amount of fees incurred, and reimbursement for actual and actual and necessary expenses in the amount of \$80.39.

Objections or responses to the Monthly Fee Application, if any, must be made in writing and filed with the United States Bankruptcy Court for the District of Delaware, Marine Midland Plaza, 824 Market Street, 3rd Floor, Wilmington, Delaware 19801, on or before **February 6, 2014 at 4:00 p.m.**

At the same time you must also serve a copy of the objections or responses, if any, upon the following: (i) co-counsel for the Debtors, Adam Paul, Esquire, Kirkland & Ellis LLP, 300 North LaSalle, Chicago, Illinois 60654 (fax number 312-862-2200), and James E. O'Neill, Esquire, Pachulski, Stang, Ziehl, Young & Jones P.C., 919 North Market Street, Suite 1600, P.O. Box 8705, Wilmington, Delaware 19899-8705 (Courier 19801) (fax number 302-652-4400), and Roger J. Higgins, Esquire, The Law Offices of Roger Higgins LLC, 111 East Wacker Drive, Suite 2800, Chicago, Illinois 60601 (Fax number 312-577-0737); (ii) co-counsel to the Official Committee of Unsecured Creditors, Kenneth Pasquale, Esquire, Stroock & Stroock & Lavan LLP, 180 Maiden Lane, New York, New York 10038-4982 (fax number 212-806-6006), and Michael R. Lastowski, Esquire, Duane Morris LLP, 222 Delaware Avenue, Suite 1600, Wilmington, Delaware 19801-1659 (fax number 302-657-4901); (iii) co-counsel to the Official Committee of Asbestos Property Damage Claimants, Scott L. Baena, Esquire, Blizin, Sumberg, Dunn, Baena, Price & Axelrod LLP, Wachovia Building, 200 South Biscayne Boulevard, Suite

2500, Miami, Florida 33131 (fax number 305-374-7593), and Michael B. Joseph, Esquire, Ferry & Joseph, P.A., 824 Market Street, Suite 904, P.O. Box 1351, Wilmington, Delaware 19899 (fax number 302-575-1714); (iv) co-counsel to the Official Committee of Asbestos Personal Injury Claimants, Elihu Inselbuch, Esquire, Caplin & Drysdale, Chartered, 600 Lexington Avenue, 21st Floor, New York, New York 10022 (fax number 212-379-6001) and Mark Hurford, Esquire, Campbell & Levine, LLC, 222 Delaware Avenue, Suite 1620, Wilmington, Delaware 19801 (fax number 302-426-9947); (v) co-counsel to the DIP Lender, J. Douglas Bacon, Esquire, Latham & Watkins LLP, Sears Tower, Suite 5800, Chicago, Illinois 60606 (fax number 312-993-9767), and Neil B. Glassman, Esquire, The Bayard Firm, 222 Delaware Avenue, Suite 900, P.O. 25130, Wilmington, Delaware 19899 (fax number 302-658-6395); (vi) counsel to the Official Committee of Equity Holders, Thomas Moers Mayer, Esquire, Kramer Levin Naftalis & Frankel LLP, 1177 Avenue of the Americas, New York, New York 10036 (fax number 212-715-8000), and Teresa K.D. Currier, Esquire, Saul Ewing LLP, 222 Delaware Avenue, Wilmington, Delaware 19801 (Fax number 302-421-6813); (vii) the Office of the United States Trustee, Attn: David Klauder, Esquire, 844 N. King Street, Wilmington, Delaware 19801 (fax number 302-573-6497); and (viii) the Fee Auditor, Bobbi M. Ruhlander, Esquire, Warren H. Smith and Associates, P.C., 2235 Ridge Road, Suite 105, Rockwall, TX 75087 (Fax number 214-722-0081).

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Dated: January 17, 2014  
Wilmington, DE

**RESPECTFULLY SUBMITTED,**

*/s/ Michael R. Lastowski*

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Co-Counsel for the Official Committee of  
Unsecured Creditors of W. R. Grace & Co., et al.

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

**In re** ) **Chapter 11**  
 )  
**W. R. GRACE & CO., et al.,** ) **Case No. 01-01139 (KJC)**  
 ) **Jointly Administered**  
**Debtors.** )  
 )  
 ) **Objection Deadline: February 6, 2014 at 4:00 p.m.**  
 ) **Hearing date: To be scheduled only if objections are**  
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**ONE HUNDRED AND EIGHTEENTH INTERIM APPLICATION OF CAPSTONE  
ADVISORY GROUP, LLC, FINANCIAL ADVISORS TO THE OFFICIAL COMMITTEE  
OF UNSECURED CREDITORS, FOR ALLOWANCE OF COMPENSATION FOR  
SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES INCURRED  
(FOR THE PERIOD FROM NOVEMBER 1, 2013 THROUGH NOVEMBER 30, 2013)**

Name of Applicant:	Capstone Advisory Group, LLC
Authorized to Provide Professional Services to:	The Official Committee of Unsecured Creditors
Date of Retention:	June 8, 2004 ( <u>nunc pro tunc</u> to February 4, 2004)
Period for which compensation and reimbursement is sought:	November 1, 2013 through November 30, 2013
Amount of Compensation sought as actual, reasonable and necessary (80% of \$39,680.00):	\$ 31,744.00
Amount of Expense Reimbursement sought as actual, reasonable and necessary (100%):	\$ 80.39
Total Amount Due:	\$ 31,824.39

Capstone replaced FTI Consulting, Inc. ("FTI") as financial advisors to the Official Committee of Unsecured Creditors, nunc pro tunc to February 4, 2004, so ordered by the Court on June 8, 2004.

The total time expended and included herein for the 39<sup>th</sup> quarterly and September and October 2013 fee application is 2.60 hours, and corresponding compensation requested is \$2,592.00.

This is the ONE HUNDRED AND EIGHTEENTH Interim Application filed by Capstone. Disclosure for the current period and prior periods is as follows:

**ONE HUNDRED AND EIGHTEENTH INTERIM APPLICATION OF CAPSTONE  
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**ATTACHMENT A  
TO FEE APPLICATION**

<b>Date Filed (on or about)</b>	<b>Period Covered</b>	<b>Fees (100%)</b>	<b>Expenses (100%)</b>	<b>Fees (80% of requested fees)</b>
June 10, 2004	February 4, 2004 through February 29, 2004	\$94,882.00	\$3,932.07	\$75,905.60
June 10, 2004	March 1, 2004 through March 31, 2004	\$136,415.50	\$1,819.00	\$109,132.40
<b>Totals First Quarterly</b>	<b>February 4, 2004 through March 31, 2004</b>	<b>\$231,297.50</b>	<b>\$5,751.07</b>	<b>\$185,038.00</b>
June 12, 2004	April 1, 2004 through April 30, 2004	\$61,925.00	\$678.33	\$49,540.00
July 13, 2004	May 1, 2004 Through May 31, 2004	\$32,665.00	\$477.15	\$26,132.00
August 5, 2004	June 1, 2004 through June 30, 2004	\$106,470.50	\$1,119.63	\$85,176.40
<b>Totals Second Quarterly</b>	<b>April 1, 2004 through June 30, 2004</b>	<b>\$201,060.50</b>	<b>\$2,275.11</b>	<b>\$160,848.40</b>
August 31, 2004	July 1, 2004 through July 31, 2004	\$68,533.50	\$667.60	\$54,826.80
September 24, 2004	August 1, 2004 through August 31, 2004	\$99,215.50	\$1,341.49	\$79,372.40
October 28, 2004	September 1, 2004 through September 30, 2004	\$44,918.25	\$658.72	\$35,934.60
<b>Totals Third Quarterly</b>	<b>July 1, 2004 through September 30, 2004</b>	<b>\$212,667.25</b>	<b>\$2,667.81</b>	<b>\$170,133.80</b>

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<b>Date Filed (on or about)</b>	<b>Period Covered</b>	<b>Fees (100%)</b>	<b>Expenses (100%)</b>	<b>Fees (80% of requested fees)</b>
December 6, 2004	October 1, 2004 through October 31, 2004	\$57,592.50	\$229.77	\$46,074.00
December 22, 2004	November 1, 2004 through November 30, 2004	\$84,366.50	\$745.91	\$67,493.20
January 28, 2005	December 1, 2004 Through December 31, 2004	\$82,351.00	\$ 1,943.96	\$65,880.80
<b>Totals Fourth Quarterly</b>	<b>October 1, 2004 through December 31, 2004</b>	<b>\$224,310.00</b>	<b>\$2,919.64</b>	<b>\$179,448.00</b>
February 25, 2005	January 1, 2005 through January 31, 2005	\$69,477.00	\$276.18	\$55,581.60
March 29, 2005	February 1 through February 28, 2005	\$77,228.50	\$1,727.60	\$61,782.80
May 6, 2005	March 1, 2005 through March 31, 2005	\$126,012.00	\$ 494.94	\$100,809.60
<b>Totals Fifth Quarterly</b>	<b>January 1, 2005 through March 31, 2005</b>	<b>\$272,717.50</b>	<b>\$2,498.72</b>	<b>\$218,174.00</b>
June 3, 2005	April 1, 2005 through April 30, 2005	\$ 87,936.00	\$ 435.16	\$ 70,348.80
July 6, 2005	May 1, 2005 through May 31, 2005	\$119,435.00	\$1,275.00	\$ 95,548.00
July 15, 2005	June 1, 2005 through June 30, 2005	\$89,859.00	\$542.69	\$71,887.20

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<b>Totals Sixth Quarterly</b>	<b>April 1, 2005 through June 30, 2005</b>	<b>\$297,230.00</b>	<b>\$2,252.85</b>	<b>\$237,784.00</b>
September 19, 2005	July 1, 2005 through July 31, 2005	\$90,014.50	\$621.03	\$72,011.60
October 7, 2005	August 1, 2005 through August 31, 2005	\$126,233.00	\$1,532.46	\$100,986.40
October 31, 2005	September 1, 2005 through September 30, 2005	75,983.50	\$482.03	\$60,786.80
<b>Totals Seventh Quarterly</b>	<b>July 1, 2005 through September 30, 2005</b>	<b>\$292,231.00</b>	<b>\$2,635.52</b>	<b>\$233,784.80</b>
December 16, 2005	October 1, 2005 through October 31, 2005	95,742.50	\$750.36	76,594.00
December 30, 2005	November 1, 2005 through November 30, 2005	\$118,062.00	\$1,119.74	\$94,449.60
February 9, 2006	December 1, 2005 through December 31, 2005	\$122,018.50	\$938.82	\$97,614.80
<b>Totals Eighth Quarterly</b>	<b>October 1, 2005 through December 31, 2005</b>	<b>\$335,823.00</b>	<b>\$2,808.92</b>	<b>\$268,658.40</b>
March 21, 2006	January 1, 2006 through January 31, 2006	\$85,745.00	\$631.01	\$68,596.00
April 20, 2006	February 1, 2006 through February 28, 2006	\$173,916.50	\$2,359.69	\$139,133.20

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<b>Date Filed (on or about)</b>	<b>Period Covered</b>	<b>Fees (100%)</b>	<b>Expenses (100%)</b>	<b>Fees (80% of requested fees)</b>
May 9, 2006	March 1 through March 31, 2006	\$141,040.50	\$1,017.99	\$112,832.40
<b>Totals Ninth Quarterly</b>	<b>January 1, 2006 through March 31, 2006</b>	<b>\$400,702.00</b>	<b>\$4,008.69</b>	<b>\$320,561.60</b>
May 23, 2006	April 1, 2006 through April 30, 2006	\$125,055.00	\$1,929.46	\$100,044.00
June 21, 2006	May 1, 2005 Through May 31, 2006	\$146,396.50	\$965.43	\$117,117.20
July 20, 2006	June 1, 2006 Through June 30, 2006	\$140,368.50	\$1,263.86	\$140,368.50
<b>Totals Tenth Quarterly</b>	<b>April 1, 2006 through June 30, 2006</b>	<b>\$411,820.00</b>	<b>\$4,158.75</b>	<b>\$329,456.00</b>
	Adjustment for July photocopies		\$(6.55)	
August 25, 2006	July 1, 2006 through July 31, 2006	\$102,449.00	\$566.51	\$ 81,959.20
October 2, 2006	August 1, 2006 Through August 31, 2006	\$111,154.00	\$505.01	\$88,923.20
November 13, 2006	September 1, 2006 through September 30, 2006	\$75,103.50	\$633.57	\$ 60,082.80
<b>Totals Eleventh Quarterly</b>	<b>July 1, 2006 through September 30, 2006</b>	<b>\$288,706.50</b>	<b>\$1,698.54</b>	<b>\$230,965.20</b>

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<b>Date Filed (on or about)</b>	<b>Period Covered</b>	<b>Fees (100%)</b>	<b>Expenses (100%)</b>	<b>Fees (80% of requested fees)</b>
December 20, 2006	October 1, 2006 Through October 31, 2006	\$63,155.50	\$206.40	\$50,524.40
January 22, 2007	November 1, 2006 Through November 30, 2006	\$98,985.50	\$809.09	\$79,997.40
March 20, 2007	December 1, 2006 Through December 31, 2006	\$59,630.50	\$381.70	\$47,704.40
<b>Totals Twelfth Quarterly</b>	<b>October 1, 2006 through December 31, 2006</b>	<b>\$221,771.50</b>	<b>\$1,397.19</b>	<b>\$177,417.20</b>
April 20, 2007	January 1, 2007 through January 31, 2007	\$55,703.00	\$ 166.00	\$44,562.40
April 20, 2007	February 1, 2007 through February 28, 2007	\$87,120.50	\$ 344.89	\$69,696.40
June 29, 2007	March 1, 2007 through March 31, 2007	\$119,047.50	\$472.38	\$95,238.00
<b>Totals Thirteenth Quarterly</b>	<b>January 1, 2007 through March 31, 2007</b>	<b>\$261,871.00</b>	<b>\$983.27</b>	<b>\$209,496.80</b>
June 29, 2007	April 1, 2007 through April 30, 2007	\$77,267.00	\$221.70	\$61,813.60
July 3, 2007	May 1, 2007 through May 31, 2007	\$101,181.00	\$838.49	\$80,944.80
August 31, 2007	June 1, 2007 through June 30, 2007	\$90,040.50	\$744.21	\$72,032.40
<b>Totals Fourteenth Quarterly</b>	<b>April 1, 2007 Through June 30, 2007</b>	<b>\$268,488.50</b>	<b>\$1804.40</b>	<b>\$214,790.80</b>

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October 23, 2007	July 1, 2007 through July 31, 2007	\$78,971.00	\$636.29	\$63,176.80
October 23, 2007	August 1, 2007 through August 31, 2007	\$74,596.00	\$184.06	\$59,676.80
November 7, 2007	September 1, 2007 through September 30, 2007	\$78,887.50	\$396.82	\$63,110.00
<b>Total Fifteenth Quarterly</b>	<b>July 1, 2007 through September 30, 2007</b>	<b>\$232,454.50</b>	<b>\$1217.17</b>	<b>\$185,963.60</b>
January 23, 2008	October 1, 2007 through October 31, 2007	\$51,391.50	\$293.56	\$41,113.20
January 23, 2008	November 1, 2007 through November 30, 2007	\$82,993.00	\$407.99	\$66,394.40
February 7, 2008	December 1, 2007 through December 31, 2007	\$53,730.50	\$308.15	\$42,984.40
<b>Totals Sixteenth Quarterly</b>	<b>October 1, 2007 Through December 31, 2007</b>	<b>\$188,115.00</b>	<b>\$1009.70</b>	<b>\$150,492.00</b>
March 4, 2008	January 1, 2008 through January 31, 2008	\$62,899.50	\$174.14	\$50,319.60
April 14, 2008	February 1, 2008 through February 29, 2008	\$83,686.00	\$423.31	\$66,948.80
May 23, 2008	March 1, 2008 through March 31, 2008	\$88,842.50	\$442.15	\$64,674.00

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<b>Totals Seventeenth Quarterly</b>	<b>January 1, 2008 Through March 31, 2008</b>	<b>\$227,428.00</b>	<b>\$1,039.60</b>	<b>\$181,942.40</b>
June 26, 2008	April 1, 2008 through April 30, 2008	\$ 93,943.50	\$325.30	\$ 75,154.80
July 10, 2008	May 1, 2008 through May 31, 2008	\$ 56,076.00	\$167.26	\$ 44,860.80
September 12, 2008	June 1, 2008 through June 30, 2008	\$ 63,873.50	\$491.33	\$ 51,098.80
<b>Totals Eighteenth Quarterly</b>	<b>April 1, 2008 Through June 30, 2008</b>	<b>\$213,893.00</b>	<b>\$983.89</b>	<b>\$171,114.40</b>
September 25, 2008	July 1, 2008 through July 31, 2008	\$ 57,490.50	\$210.86	\$ 45,992.40
October 17, 2008	August 1, 2008 through August 31, 2008	\$133,751.00	\$1,428.75	\$107,000.80
November 20, 2008	September 1, 2008 through September 30, 2008	\$113,184.00	\$969.07	\$90,547.20
<b>Totals Nineteenth Quarterly</b>	<b>July 1, 2008 Through September 30, 2008</b>	<b>\$304,425.50</b>	<b>\$2,608.68</b>	<b>\$243,540.40</b>
November 21, 2008	October 1, 2008 through October 31, 2008	\$99,906.00	\$334.18	\$79,924.80
February 2, 2009	November 1, 2008 through November 30, 2008	\$71,533.50	\$310.00	\$57,226.80
February 3, 2009	December 1, 2008 through December 31, 2008	\$50,297.00	\$305.01	\$ 40,237.60

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<b>Totals Twentieth Quarterly</b>	<b>October 1, 2008 through December 31, 2008</b>	<b>\$221,736.50</b>	<b>\$949.19</b>	<b>\$177,389.20</b>
April 2, 2009	January 1, 2009 through January 31, 2009	\$51,710.50	\$167.65	\$41,368.40
April 2, 2009	February 1, 2009 through February 28, 2009	\$49,214.50	\$182.61	\$39,371.60
April 23, 2009	March 1, 2009 through March 31, 2009	\$80,353.50	\$338.04	\$64,282.80
<b>Totals Twenty-First Quarterly</b>	<b>January 1, 2009 through March 31, 2009</b>	<b>\$181,278.50</b>	<b>\$688.30</b>	<b>\$145,022.80</b>
June 3, 2009	April 1, 2009 through April 30, 2009	\$57,014.50	\$215.56	\$45,611.60
August 18, 2009	May 1, 2009 through May 31, 2009	\$77,884.00	\$241.67	\$62,307.20
August 18, 2009	June 1, 2009 through June 30, 2009	\$60,801.50	\$136.35	\$48,641.20
<b>Totals Twenty-Second Quarterly</b>	<b>April 1, 2009 Through June 30, 2009</b>	<b>\$195,700.00</b>	<b>\$593.58</b>	<b>\$156,560.00</b>
October 15, 2009	July 1, 2009 through July 31, 2009	\$107,158.50	\$407.68	\$85,726.80
November 9, 2009	August 1, 2009 through August 31, 2009	\$122,699.00	\$94.88	\$98,159.20

**ONE HUNDRED AND EIGHTEENTH INTERIM APPLICATION OF CAPSTONE  
ADVISORY GROUP, LLC, FINANCIAL ADVISORS TO THE OFFICIAL COMMITTEE  
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SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES INCURRED  
(FOR THE PERIOD FROM NOVEMBER 1, 2013 THROUGH NOVEMBER 30, 2013)**

<b>Date Filed (on or about)</b>	<b>Period Covered</b>	<b>Fees (100%)</b>	<b>Expenses (100%)</b>	<b>Fees (80% of requested fees)</b>
November 20, 2009	September 1, 2009 through September 30, 2009	\$131,783.50	3,039.11	\$105,426.80
<b>Totals Twenty-Third Quarterly</b>	<b>July 1, 2009 through September 30, 2009</b>	<b>\$361,641.00</b>	<b>\$3,541.67</b>	<b>\$289,312.80</b>
December 21, 2009	October 1, 2009 through October 31, 2009	\$58,063.50	\$366.56	\$46,450.80
February 10, 2010	November 1, 2009 through November 30, 2009	\$47,473.50	\$215.14	\$37,978.80
February 11, 2010	December 1, 2009 through December 31, 2009	\$51,980.50	\$227.98	\$41,584.40
<b>Totals Twenty-Fourth Quarterly</b>	<b>October 1, 2009 through December 31, 2009</b>	<b>\$157,517.50</b>	<b>\$809.68</b>	<b>\$126,014.00</b>
April 19, 2010	January 1, 2010 through January 31, 2010	\$86,544.50	\$107.10	\$69,235.60
April 19, 2010	February 1, 2010 through February 28, 2010	\$79,398.50	\$230.09	\$63,518.80
May 7, 2010	March 1, 2010 through March 31, 2010	\$110,459.00	\$200.56	\$88,367.20
<b>Totals Twenty- Fifth Quarterly</b>	<b>January 1, 2010 through March 31, 2010</b>	<b>\$276,402.00</b>	<b>\$537.75</b>	<b>\$221,121.60</b>
June 18, 2010	April 1, 2010 Through April 30, 2010	\$96,408.00	\$361.54	\$77,126.40

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(FOR THE PERIOD FROM NOVEMBER 1, 2013 THROUGH NOVEMBER 30, 2013)**

<b>Date Filed (on or about)</b>	<b>Period Covered</b>	<b>Fees (100%)</b>	<b>Expenses (100%)</b>	<b>Fees (80% of requested fees)</b>
July 2, 2010	May 1, 2010 through May 31, 2010	\$81,278.50	\$ 315.94	\$65,022.80
July 19, 2010	June 1, 2010 through June 30, 2010	\$63,226.00	\$ 146.64	\$50,580.80
<b>Totals Twenty-Sixth Quarterly</b>	<b>April 1, 2010 through June 30, 2010</b>	<b>\$240,912.50</b>	<b>\$824.12</b>	<b>\$192,730.00</b>
September 13, 2010	July 1, 2010 through July 31, 2010	\$47,856.50	\$160.09	\$38,285.20
November 18, 2010	August 1, 2010 through August 31, 2010	\$48,462.50	\$201.42	\$38,770.00
November 18, 2010	September 1, 2010 through September 30, 2010	\$64,984.00	\$137.37	\$51,987.20
<b>Totals Twenty-Seventh Quarterly</b>	<b>July 1, 2010 through September 30, 2010</b>	<b>\$161,303</b>	<b>\$498.88</b>	<b>\$129,042.40</b>
January 20, 2011	October 1, 2010 through October 31, 2010	\$34,670.50	\$71.52	\$27,736.40
February 3, 2011	November 1, 2010 through November 30, 2010	\$77,993.00	\$346.27	\$62,394.40
February 9, 2011	December 1, 2010 through December 31, 2010	\$63,595.50	\$120.46	\$50,876.40
<b>Totals Twenty-Eighth Quarterly</b>	<b>October 1, 2010 through December 31, 2010</b>	<b>\$176,259.00</b>	<b>\$538.25</b>	<b>\$141,007.20</b>
April 4, 2011	January 1, 2011 through January 31, 2011	\$43,869.00	\$121.52	\$35,095.20

**ONE HUNDRED AND EIGHTEENTH INTERIM APPLICATION OF CAPSTONE  
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(FOR THE PERIOD FROM NOVEMBER 1, 2013 THROUGH NOVEMBER 30, 2013)**

<b>Date Filed (on or about)</b>	<b>Period Covered</b>	<b>Fees (100%)</b>	<b>Expenses (100%)</b>	<b>Fees (80% of requested fees)</b>
April 5, 2011	February 1, 2011 through February 28, 2011	\$88,078.50	\$197.13	\$70,462.80
April 29, 2011	March 1, 2011 through March 31, 2011	\$113,587.00	\$222.87	\$90,869.60
<b>Totals Twenty-Ninth Quarterly</b>	<b>January 1, 2011 through March 31, 2011</b>	<b>\$245,534.50</b>	<b>\$541.52</b>	<b>\$196,427.60</b>
June 8, 2011	April 1, 2011 Through April 30, 2011	\$53,913.00	\$113.06	\$43,130.40
July 20, 2011	May 1, 2011 Through May 31, 2011	\$58,429.00	\$143.81	\$46,743.20
September 22, 2011	June 1, 2011 Through June 30, 2011	\$110,647.50	\$256.74	\$88,518.00
<b>Totals Thirtieth Quarterly</b>	<b>April 1, 2011 through June 30, 2011</b>	<b>\$222,989.50</b>	<b>\$513.61</b>	<b>\$178,391.60</b>
October 13, 2011	July 1, 2011 Through July 31, 2011	\$76,925.00	\$176.51	\$61,540.00
October 14, 2011	August 1, 2011 Through August 31, 2011	\$73,772.50	\$98.38	\$59,018.00
December 15, 2011	September 1, 2011 Through September 30, 2011	\$42,073.00	\$94.19	\$33,658.40
<b>Totals Thirty-First Quarterly</b>	<b>July 1, 2011 through September 30, 2011</b>	<b>\$192,770.50</b>	<b>\$369.08</b>	<b>\$154,216.40</b>
December 15, 2011	October 1, 2011 Through October 31, 2011	\$58,815.50	\$142.59	\$47,052.40
January 6, 2012	November 1, 2011 Through November 30, 2011	\$42,902.00	\$129.21	\$34,321.60

**ONE HUNDRED AND EIGHTEENTH INTERIM APPLICATION OF CAPSTONE  
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(FOR THE PERIOD FROM NOVEMBER 1, 2013 THROUGH NOVEMBER 30, 2013)**

<b>Date Filed (on or about)</b>	<b>Period Covered</b>	<b>Fees (100%)</b>	<b>Expenses (100%)</b>	<b>Fees (80% of requested fees)</b>
February 8, 2012	December 1, 2011 Through December 31, 2011	\$18,145.50	\$51.87	\$14,516.40
<b>Totals Thirty-Second Quarterly</b>	<b>October 1, 2011 through December 31, 2011</b>	<b>\$119,863.00</b>	<b>\$323.67</b>	<b>\$95,890.40</b>
February 24, 2012	January 1, 2012 Through January 31, 2012	\$39,045.00	\$89.60	\$31,236.00
March 28, 2012	February 1, 2012 Through February 29, 2012	\$42,528.00	86.58	\$34,022.40
April 26, 2012	March 1, 2012 Through March 31, 2012	\$35,493.50	75.04	\$28,394.80
<b>Totals Thirty-Third Quarterly</b>	<b>January 1, 2012 through March 31, 2012</b>	<b>\$117,066.50</b>	<b>\$251.22</b>	<b>\$93,653.20</b>
May 24, 2012	April 1, 2012 Through April 30, 2012	\$23,221.00	\$44.74	\$18,576.80
June 26, 2012	May 1, 2012 Through May 31, 2012	\$114,809.50	\$246.22	\$91,847.60
August 3, 2012	June 1, 2012 Through June 30, 2012	\$43,566.00	\$97.52	\$34,852.80
<b>Totals Thirty-Fourth Quarterly</b>	<b>April 1, 2012 through June 30, 2012</b>	<b>\$181,596.50</b>	<b>\$388.48</b>	<b>\$145,277.20</b>
August 28, 2012	July 1, 2012 Through July 31, 2012	\$16,458.00	\$42.79	\$13,166.40
September 24, 2012	August 1, 2012 Through August 31, 2012	\$50,699.00	\$100.87	\$40,559.20
November 13, 2012	September 1, 2012 Through September 30, 2012	\$19,260.00	\$38.87	\$15,408.00

**ONE HUNDRED AND EIGHTEENTH INTERIM APPLICATION OF CAPSTONE  
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SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES INCURRED  
(FOR THE PERIOD FROM NOVEMBER 1, 2013 THROUGH NOVEMBER 30, 2013)**

<b>Date Filed (on or about)</b>	<b>Period Covered</b>	<b>Fees (100%)</b>	<b>Expenses (100%)</b>	<b>Fees (80% of requested fees)</b>
<b>Totals Thirty-Fifth Quarterly</b>	<b>July 1, 2012 through September 30, 2012</b>	<b>\$86,417.00</b>	<b>\$182.53</b>	<b>\$69,133.60</b>
December 6, 2012	October 1, 2012 Through October 31, 2012	\$35,761.50	\$57.16	\$28,609.20
February 6, 2013	November 1, 2012 Through November 30, 2012	\$62,509.50	\$113.95	\$50,007.60
February 7, 2013	December 1, 2012 Through December 31, 2012	\$56,297.00	\$120.00	\$45,037.60
<b>Totals Thirty-Sixth Quarterly</b>	<b>October 1, 2012 through December 30, 2012</b>	<b>\$157,568.00</b>	<b>\$291.11</b>	<b>\$123,654.40</b>
March 15, 2013	January 1, 2013 Through January 31, 2013	\$23,386.00	\$59.25	\$18,708.80
April 9, 2013	February 1, 2013 Through February 28, 2013	\$54,446.00	\$108.45	\$43,556.80
May 10, 2013	March 1, 2013 Through March 31, 2013	\$56,818.00	\$119.68	\$45,454.40
<b>Totals Thirty-Seventh Quarterly</b>	<b>January 1, 2013 through March 31, 2013</b>	<b>\$134,650.00</b>	<b>\$287.38</b>	<b>\$107,720.00</b>
May 30, 2013	April 1, 2013 Through April 30, 2013	\$35,278.00	\$54.74	\$28,222.40
July 11, 2013	May 1, 2013 Through May 31, 2013	\$64,409.00	\$115.12	\$51,527.20
July 22, 2013	June 1, 2013 Through June 30, 2013	\$7,326.00	\$11.62	\$5,860.80

**ONE HUNDRED AND EIGHTEENTH INTERIM APPLICATION OF CAPSTONE  
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(FOR THE PERIOD FROM NOVEMBER 1, 2013 THROUGH NOVEMBER 30, 2013)**

<b>Date Filed (on or about)</b>	<b>Period Covered</b>	<b>Fees (100%)</b>	<b>Expenses (100%)</b>	<b>Fees (80% of requested fees)</b>
<b>Totals Thirty-Eighth Quarterly</b>	<b>May 1, 2013 through June 30, 2013</b>	<b>\$107,013.00</b>	<b>\$181.48</b>	<b>\$85,610.40</b>
August 29, 2013	July 1, 2013 Through July 31, 2013	\$39,985.00	\$73.72	\$31,988.00
October 15, 2013	August 1, 2013 Through August 31, 2013	\$46,845.00	\$89.59	\$37,476.00
November 15, 2013	September 1, 2013 Through September 30, 2013	\$15,765.00	\$24.15	\$12,612.00
<b>Totals Thirty-Ninth Quarterly</b>	<b>July 1, 2013 through September 30, 2013</b>	<b>\$102,595.00</b>	<b>\$187.46</b>	<b>\$82,076.00</b>
January 2, 2014	October 1, 2013 Through October 31, 2013	\$18,322.00	\$28.41	\$14,657.60
January 17, 2014	November 1, 2013 Through November 30, 2013	\$39,680.00	\$80.39	\$31,744.00

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**ATTACHMENT B**

1. Summary of Fees by Professional
2. Summary of Fees by Task Code
3. Detailed Task Descriptions
4. Summary of Expenses

**W.R. Grace & Co.  
Capstone Advisory Group, LLC  
Summary of Fees by Professional  
For the Period 11-1-13 through 11-30-13**

<b>Professional</b>	<b>Position</b>	<b>Billing Rate</b>	<b>Hours</b>	<b>Fees</b>
R. Frezza	Member	\$760	44.80	\$34,048.00
L. Ahearn	Director	\$420	8.50	\$3,570.00
C. Griffin	Research Consultant	\$125	14.00	\$1,750.00
M. Haverkamp	Paraprofessional	\$120	1.70	\$204.00
M. Viola	Paraprofessional	\$120	0.90	\$108.00
<b>For the Period 11-1-13 through 11-30-13</b>			<b>69.90</b>	<b>\$39,680.00</b>

**W.R. Grace & Co.**  
**Capstone Advisory Group, LLC**  
**Summary of Fees by Task Code**  
**For the Period 11-1-13 through 11-30-13**

<b>Task Code</b>	<b>Task Description</b>	<b>Hours</b>	<b>Fees</b>
01. Acquisitions/Divestitures	During the Fee Application period, the Applicant prepared, reviewed, analyzed and sent detailed report the Lantern Transaction to Committee.	5.20	\$3,952.00
02. Case Administration	During the Fee Application period, the Applicant responded to numerous questions and provided additional background information on new Committee member.	2.80	\$2,128.00
07. Fee Applications & Invoices	During the Fee Application Period, the Applicant prepared September and October 2013 monthly fee statements and the 39 <sup>th</sup> quarterly fee application.	5.60	\$2,592.00
08. Financial Analysis - Schedules & Statements	During the Fee Application Period, the Applicant analyzed data regarding the monthly results and 3Q13 results, prepared various analyses and prepared a report to the Committee thereon.	54.70	\$29,792.00
19. Tax Issues	During the Fee Application Period, the Applicant read and analyzed the QSF motion and order at Counsel's request and provided input.	1.60	\$1,216.00
<b>For the Period 11-1-13 through 11-30-13</b>		<b>69.90</b>	<b>\$39,680.00</b>

**W.R. Grace & Co.**  
**Capstone Advisory Group, LLC**  
**Detailed Time Description by Task Code**  
**For the Period 11-1-13 through 11-30-13**

<b>Date</b>	<b>Professional</b>	<b>Hours</b>	<b>Detailed Time Description</b>
01. Acquisitions/Divestitures			
11/19/2013	R. Frezza	2.80	Prepared detailed analysis of Lantern Transaction Impact on Emergence Financing.
11/20/2013	R. Frezza	0.80	Participated in discussion with Blackstone re: post Project Lantern details and timing of closing.
11/20/2013	R. Frezza	1.10	Sent Committee member analysis of Lantern Transaction Impact on Emergence Financing and participated on call to discuss.
11/20/2013	R. Frezza	0.50	Reviewed and analyzed Post Lantern Financial Position presentation provided by Blackstone.
Subtotal		5.20	
02. Case Administration			
11/13/2013	R. Frezza	1.70	Responded to numerous questions and provided background information to new Committee member.
11/14/2013	R. Frezza	1.10	Responded to numerous follow up questions and provided additional background information to new Committee member.
Subtotal		2.80	
07. Fee Applications & Invoices			
11/1/2013	M. Haverkamp	0.10	Prepared September 2013 fee application.
11/7/2013	M. Haverkamp	0.10	Prepared September 2013 fee application.
11/8/2013	R. Frezza	1.30	Reviewed, analyzed, and edited latest draft of details underlying Capstone's September 2013 fee application.
11/11/2013	R. Frezza	0.80	Reviewed, edited, and released latest version of Capstone's September 2013 fee application to senior partner for approval.
11/11/2013	M. Haverkamp	1.30	Prepared September 2013 fee application.
11/14/2013	M. Haverkamp	0.20	Prepared September 2013 fee application.
11/18/2013	R. Frezza	0.90	Reviewed and analyzed underlying detail of Capstone's October fee application.

<b>Date</b>	<b>Professional</b>	<b>Hours</b>	<b>Detailed Time Description</b>
11/18/2013	M. Viola	0.30	Prepared October 2013 fee application.
11/18/2013	M. Viola	0.30	Started preparing the 39th quarterly fee application.
11/19/2013	M. Viola	0.30	Continued preparing the 39th quarterly fee application.
<b>Subtotal</b>		<b>5.60</b>	

#### 08. Financial Analysis - Schedules & Statements

11/1/2013	L. Ahearn	2.50	Updated post-petition interest analysis at the request of Counsel for lenders.
11/4/2013	R. Frezza	1.80	Reviewed and analyzed Grace's Presentation in connection with Baird's 2013 Industrial Conference.
11/8/2013	R. Frezza	2.50	Reviewed and analyzed the latest available chemical industry analyst reports in preparation to prepare the 3Q13 performance report to Committee.
11/8/2013	R. Frezza	2.90	Reviewed and analyzed Grace's 3Q13 10Q filing in preparation for financial report to Committee.
11/11/2013	R. Frezza	2.80	Began preparing analytical consolidating income statement charts for Grace's 3Q13 financial report to Committee.
11/11/2013	R. Frezza	2.50	Began preparing analytical cash flow charts for Grace's 3Q13 financial report to Committee.
11/12/2013	R. Frezza	2.70	Began drafting sales and EBIT bridge section of Grace's 3Q13 financial report to Committee.
11/13/2013	R. Frezza	2.90	Began drafting outlook and Chapter 11 related items section of report with respective chart analyses.
11/13/2013	R. Frezza	1.60	Continued drafting sales and EBIT bridge section of Grace's 3Q13 financial report to Committee.
11/14/2013	C. Griffin	2.00	Analyzed WR Grace 3Q13 results and began preparing quarterly update report.
11/14/2013	R. Frezza	2.20	Began drafting cash flow and liquidity section of Grace's 3Q13 financial report to Committee.
11/14/2013	R. Frezza	1.70	Prepared return on invested capital section of report along with key charts.
11/15/2013	R. Frezza	2.90	Drafted update on emergence section of Grace's 3Q13 financial report to Committee.
11/15/2013	C. Griffin	2.50	Updated financial exhibits in Grace's 3Q13 financial report to Committee.

<b>Date</b>	<b>Professional</b>	<b>Hours</b>	<b>Detailed Time Description</b>
11/15/2013	C. Griffin	2.00	Prepared segment analysis of WR Grace's 3Q13 financial results.
11/15/2013	C. Griffin	1.50	Reviewed analyst reports on WR Grace's 3Q13 financial results and recorded findings.
11/15/2013	R. Frezza	1.20	Completed drafting of cash flow and liquidity section of Grace's 3Q13 financial report to Committee.
11/17/2013	L. Ahearn	1.50	Reviewed and analyzed 3Q13 earnings release, conference call commentary, and 10-Q.
11/18/2013	C. Griffin	1.50	Prepared and reviewed peer analysis for Capstone's report on WR Grace's 3Q13 quarterly results.
11/18/2013	C. Griffin	2.00	Prepared Outlook section of Capstone's report on WR Grace's 3Q13 quarterly results.
11/18/2013	C. Griffin	2.50	Reviewed and finalized Capstone's report on WR Grace's 3Q13 quarterly results.
11/19/2013	L. Ahearn	2.50	Reviewed and corrected 3Q13 earnings presentation and added commentary re: Dow UNIPOL acquisition.
11/20/2013	R. Frezza	1.20	Updated peer review analysis and drafted text for this section of Grace's 3Q13 financial report to Committee.
11/20/2013	L. Ahearn	1.00	Prepared for and participated in call with Wells Fargo re: 4Q13 results and status of exit financing and timing.
11/20/2013	L. Ahearn	1.00	Reviewed and updated summary of exit financing leverage and cash needs.
11/21/2013	R. Frezza	0.90	Addressed Counsel's comments on Grace's 3Q13 financial report to Committee.
11/22/2013	R. Frezza	1.60	Updated interest scenarios as requested by Counsel.
11/22/2013	R. Frezza	0.80	Finalized Grace's 3Q13 financial report to Committee and issued.
Subtotal		54.70	
19. Tax Issues			
11/19/2013	R. Frezza	0.70	Reviewed and analyzed Counsel's memorandum on the QSF motion and order at Counsel's request and provided comments.
11/19/2013	R. Frezza	0.90	Reviewed and analyzed QSF motion and order at Counsel's request and provided input.
Subtotal		1.60	

Date	Professional	Hours	Detailed Time Description
Total Hours		69.90	

**W.R. Grace & Co.  
Capstone Advisory Group, LLC  
Expense Detail  
For the Period 11-1-13 through 11-30-13**

<b>Date</b>	<b>Professional</b>	<b>Detail</b>	<b>Amount</b>
Telecom			
11/7/2013	Capstone Expense	November telecom	\$80.39
Subtotal - Telecom			\$80.39
<b>For the Period 11-1-13 through 11-30-13</b>			<b>\$80.39</b>